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FLORIDA PROFIT/NON PROFIT CORPORATION

El Dorado Acres Homeowners and Members, Inc.

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ARTICLES OF INCORPORATION
OF
El Dorado Acres Homeowners and Members, Inc.
A Florida corporation not for profit

The undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation and does hereby form a corporation not for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation is **El Dorado Acres Homeowners and Members, Inc.** a not for profit corporation (the "Association").

ARTICLE II

The nature of the business to be transacted shall be to engage in any activity or business permitted under the laws of the United States and of this State, pursuant to Chapter 617 of the Florida Statutes. The Association is organized for the purpose of providing an entity for the operation of a homeowners and members group to address issues connected with the community known as El Dorado Acres located in Bonita Springs, Lee County, Florida.

The Association is organized and shall exist upon a non-stock basis as a non-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Association shall be distributed or inure to the private benefit of any member, Director or officer of the Association. For the accomplishment of its purposes, the Association shall have all of the common law and statutory powers and duties or a Association not for profit under Florida law, except as limited or modified by these Articles, or the By-Laws of this Association, and it shall have all of the powers and duties referred to in Chapter 617, Florida Statutes.

ARTICLE III

The Association shall have perpetual existence.

ARTICLE IV

Membership in the Association is voluntary. The qualifications required for membership, and the manner in which members shall be admitted to membership, shall be as stated in the By-Laws of the Association.

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ARTICLE V

The street address of the initial principal office of this Association is 24600 South Tamiami Trail, Suite 212, Bonita Springs, Florida 34134. The name of the initial registered agent of this Association is Jennifer J. Starnes, and the address of the initial registered office is 9132 Strada Place Suite 301, Naples, Florida 34108.

ARTICLE VI

The number of Directors shall initially consist of three (3) but may be increased pursuant to the By-Laws. Directors shall be elected, or appointed to fill a vacancy, in accordance with the By-Laws of the Association.

ARTICLE VII

The name and mailing address of the Directors and Officers, who, subject to the By-Laws of the Association shall hold office for the first year of existence of this Association or until his or her successor is elected and has qualified, are:

Tammy Benoit 4602 Del Rio Lane Bonita Springs, FL 34134	Director/President
Annette Miller 4528 Santiago Lane Bonita Springs, FL 34134	Director/Vice President
Jennifer J. Starnes 23192 W. El Dorado Avenue Bonita Springs, FL 34134	Director/Treasurer

ARTICLE VIII

The Association is empowered to do and perform all acts reasonably necessary to accomplish the purposes of the Association, which acts are not inconsistent with the powers provided for in Chapter 617, Florida Statutes.

ARTICLE IX

The name and address of the incorporator of these Articles of Incorporation is:

W. Jeffrey Cecil, Esquire
9132 Strada Place, Suite 301
Naples, Florida 34108

ARTICLE X

By-Laws of the Association may be adopted, made, altered or rescinded by the Director(s) at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provision of these Articles.

ARTICLE XI

Amendment to the Articles of Incorporation may be proposed by any Director at any regular or special business meeting of the Board of Directors at which a majority is present and, if obtaining a two-thirds (2/3) vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws, shall be submitted to a vote of the membership. If approved by a two-thirds (2/3) affirmative vote of the membership at a meeting of the members properly called and noticed as provided in the By-Laws, such Amendment shall be forwarded to the Secretary of State of the State of Florida and filed and shall become effective upon issuance, by said officer, of a certificate reflecting same.

ARTICLE XII

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Members.

ARTICLE XIII

To the fullest extent permitted by Florida law, the Association shall indemnify and hold harmless every Director and every officer of the Corporation against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Association. The foregoing right of indemnification shall not be available if a judgment or other final adjudication established that his actions or omissions to act were material to the cause adjudicated and involved:

(a) Willful misconduct or a conscious disregard for the best interest of the Association, in a proceeding by or in the right of the Association to procure a judgment in its favor.

(b) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.

(c) A transaction from which the Director or officer derived an improper personal benefit.

(d) Wrongfully conduct by Directors or officers appointed by the Developer, in a proceeding brought by or on behalf of the Association.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approved such settlement as being in the best interest of the Association. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

ARTICLE X

Incorporator

The name and address of the incorporator to these Articles of Incorporation is W. Jeffrey Cecil, Esq., 9132 Strada Place, 3rd Floor, Naples, Florida 34108.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 18th day of September, 2019.

W. Jeffrey Cecil, Esq.
9132 Strada Place, 3rd Floor
Naples, Florida 34108

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

The undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is El Dorado Acres Homeowners and Members, Inc.

2. The name and address of the registered agent and office are:

Jennifer J. Starnes
23192 W. El Dorado Ave.
Bonita Springs, Florida 34134

HAVING BEEN NAMED in the State of Florida as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Dated: September 18, 2019

Jennifer J. Starnes

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